

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

ROHIT PRAKASH)	
)	CASE NO. 5:10-cv-00033-SL
Plaintiff,)	
)	JUDGE SARA LIOI
v.)	
)	
ALTADIS U.S.A. INC., ET. AL.,)	
)	
Defendants.)	

**DECLARATION OF ROBERT DYRBUS IN SUPPORT OF MOTION TO DISMISS
OF DEFENDANT IMPERIAL TOBACCO GROUP PLC**

I, ROBERT DYRBUS, pursuant to the requirements of 28 U.S.C. § 1746, declare that the following is true and correct to the best of my knowledge and belief:

1. I am a Director of Imperial Tobacco Group PLC ("ITG PLC"). This declaration is based upon information and belief after reasonable investigation and I believe the statements made herein to be true.

2. ITG PLC is a corporation organized and existing under the laws of the United Kingdom with a Registered Office located at PO Box 244, Upton Road, Bristol, United Kingdom.

3. ITG PLC does not transact business in the United States.

4. ITG PLC owns interests in other companies, some of which operate in the United States, but none of those companies is authorized to act as ITG PLC's agent or on ITG PLC's behalf.

5. ITG PLC has, at all times, maintained a separate corporate existence and identity from its subsidiaries.

6. Shares of ITG PLC are traded on the OTCQX International Premier platform in the United States in the form of American Depositary Shares (ADSs) using the symbol “ITYBY”. Each ADS represents two Imperial Tobacco Group PLC ordinary shares. The ADS program is administered by Citibank Shareholder Services.

7. Employees of subsidiaries of ITG PLC can purchase shares of ITG PLC through a “Sharesave” plan which is offered to them. The Sharesave 2010 plan will be offered to approximately 1,900 eligible persons in the United States, who are employees of subsidiaries of ITG PLC. Approximately 27 employees of Altadis U.S.A. Inc. in Ohio are eligible to purchase ITG PLC stock through the “Sharesave” plan.

8. Except as stated in paragraphs 6 and 7, ITG PLC has no business presence in the United States or in Ohio and:

- a. ITG PLC has no office or place of business in the state of Ohio or elsewhere in the U.S.;
- b. ITG PLC has no agents or employees resident in the state of Ohio or elsewhere in the U.S.;
- c. ITG PLC has no mailing address or phone listing in the state of Ohio or elsewhere in the U.S.;
- d. ITG PLC does not own property in the state of Ohio or elsewhere in the U.S.;
- e. ITG PLC has never solicited business in the state of Ohio or elsewhere in the U.S.;
- f. ITG PLC has not contracted to sell, and has not sold, any good or service in the state of Ohio or elsewhere in the U.S.;

g. ITG PLC has no persistent course of conduct directed to the U.S. or the state of Ohio.

9. ITG PLC has no agent for service of process, or any other purpose, in the United States, and Commonwealth Brands had no authority to accept service of process on its behalf.

10. ITG PLC has never had any contact with Plaintiff other than the recent receipt of service of process in this case via mail delivery to its offices in the United Kingdom.


11. No conspiracy exists between ITG PLC and the other defendants in this case.

12. ITG PLC is not involved in any conspiracy that has been alleged by the Plaintiff, Rohit Prakash.

13. Having no contact or relation with the United States or with state of Ohio except as stated in paragraphs 6 and 7, ITG PLC has never had any expectation of being sued there.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: 1st April, 2010



Robert Dyrbus